



**CITY OF SANTA CLARA
CALIFORNIA**

**REQUEST FOR PROPOSALS
FOR
90 NORTH WINCHESTER BOULEVARD AFFORDABLE SENIOR HOUSING PROJECT
(BAREC site)**

February 27, 2015

**PROPOSALS DUE:
April 30, 2015**

**City of Santa Clara
City Manager's Office
Housing and Community Services Division
1500 Warburton Avenue
Santa Clara, CA 95050**

**Attn: Tamera Haas
Deputy City Manager
(408) 615-2490
thaas@santaclaraca.gov**

A. INVITATION

The City of Santa Clara is seeking proposals from qualified housing developers to develop a project that must include or facilitate the construction of a minimum of 165 affordable senior housing units and a minimum of one acre of open space park land on a Santa Clara Housing Authority-owned site. Developer may choose to propose on one or both of the following development concepts:

- The development proposal to include land lease or purchase of entire Housing Authority-owned site of approximately 6-acres in joint partnership with Santa Clara Methodist Retirement Foundation and Charities Housing. Proposal must include 165 affordable senior housing component; and/or
- Development to include land purchase of approximately 3-acre Housing Authority-owned site with open space and without a joint partnership with a non-profit operator. Under this option the City would use sale proceeds to fund a future affordable housing component on the remaining 3-acres. Proposal may be for a 100% market rate development concept.

B. PROJECT LOCATION

The approximately 6-acre vacant site is located at 90 North Winchester Boulevard, Santa Clara, California.

C. ATTACHMENTS, EXHIBITS AND OTHER RELEVANT DOCUMENTS

The attachments below are included with this Request for Proposals (“RFP”). The items identified with an asterisk (*) must be completed, signed by the appropriate representative of the company, and returned with the submittal.

Attachment B – Proposer’s Information Form*

Attachment C – Certification of Non-Discrimination*

Exhibit 1 – Aerial Site Map

Exhibit 2 – BAREC Parcel Map

Other relevant documents available upon request:

- BAREC Development Agreement between the City, the State and SummerHill Homes.
- Purchase and Sale Agreement between Housing Authority and the State of California, Department of General Services.
- Grant Deed

D. BACKGROUND:

The City’s Redevelopment Agency acquired a 6-acre vacant site located at 90 N. Winchester Boulevard, Santa Clara, California, from the State of California in 2005 as a portion of the 17-acre Bay Area Research and Extension Center (BAREC) property formerly owned by the University of California and put up for sale by the State Department of General Services. The site was deeded to the City’s Housing Authority in 2011 and is obligated by the purchase agreement and other agreements to be developed with approximately 165 affordable senior housing units. [See Exhibit 1.]

The original Grant Deed from the State required that development of the 6-acre project was to commence no later than January 5, 2014, which is 24-months from the original transfer date. With the demise of the Redevelopment Agency, the funds reserved to assist any future development on the site were lost and the project stalled. On October 11, 2013 the City sent a request to the State of California for an extension on the development limitation and in November 2013 the State responded and determined that justifiable cause existed to grant a 36-month extension. The revised deadline for commencement of development is January 5, 2017.

In 2007, the City Council granted multi-family zoning approval to the 6-acre site for a conceptual proposal for the affordable senior housing project to a partnership between the Santa Clara Methodist Retirement Foundation and Charities Housing. The partners remain keenly interested in developing and managing the affordable senior apartments, but in order to make-up for the loss of the City's set-aside housing funds for the project, the City is seeking creative proposals that can deliver funding to the project with limited subsidy from City for gap financing.

The entitlements granted in 2007 for the senior apartments and the adjoining single family homes were based upon an Environmental Impact Report (EIR) prepared for the project. Depending upon the nature of development proposed at this time, particularly inasmuch as it may vary from that original 165-unit plan, additional environmental analysis may be required.

E. INSTRUCTIONS TO PROPOSERS

1. Pre-proposal Conference

There is an optional pre-proposal conference on March 13, at 9 a.m. at Santa Clara City Hall, 1500 Warburton Ave, Santa Clara. For further information, please call or email **Tamera Haas** at **thaas@santaclaraca.gov**.

2. Examination of Proposal Documents

The submission of a proposal shall be deemed a representation and certification by the Proposer that they:

- Have carefully read and fully understand the information that was provided by the City to serve as the basis for submission of this proposal.
- Have the capability to successfully undertake and complete the responsibilities and obligations of the proposal being submitted.
- Represent that all information contained in the proposal is true and correct.
- Did not, in any way, collude, conspire to agree, directly or indirectly, with any person, firm, corporation or other Proposer in regard to the amount, terms or conditions of this proposal.
- Acknowledge that the City has the right to make any inquiry it deems appropriate to substantiate or supplement information supplied by Proposer, and Proposer hereby grants the City permission to make these inquiries, and to provide any and all related documentation in a timely manner.

No request for modification of the proposal shall be considered after its submission on grounds that Proposer was not fully informed of any fact or condition.

3. Questions

Any questions by the Proposer regarding this RFP or the project must be submitted in writing and received by the City no later than 3:00 p.m. on April 13, 2015. Correspondence shall be addressed to:

**Tamera Haas, Deputy City Manager
Housing and Community Services Division
1500 Warburton Avenue
Santa Clara, CA 95050
Telephone: (408) 615-2490
thaas@santaclaraca.gov**

The City shall not be responsible for nor be bound by any oral instructions, interpretations or explanations issued by the City or its representatives.

Responses from the City to questions by any Proposer will be communicated in writing to all recipients of this RFP. Questions received after the date and time stated above will not be accepted, and will be returned to senders without response.

4. Addenda

Any addenda issued by City shall be in writing, shall become a part of this RFP, and shall be acknowledged and responded to by Proposer.

5. Withdrawal of Proposals

A Proposer may withdraw its proposal at any time before the expiration of the time for submission of proposals as provided in the RFP by delivering a written request for withdrawal signed by, or on behalf of, the Proposer.

F. RIGHTS OF THE CITY OF SANTA CLARA

This RFP does not commit the City to enter into a contract, nor does it obligate the City to pay for any costs incurred in preparation and submission of proposals or in anticipation of a contract. The City reserves the right to:

- Make the selection based on its sole discretion;
- Reject any and all proposals;
- Issue subsequent Requests for Proposals;
- Postpone opening proposals for its own convenience;
- Remedy errors in the Request for Proposals process;
- Approve or disapprove the use of particular subconsultants;
- Negotiate with any, all or none of the Proposers;
- Accept other than the lowest offer;
- Waive informalities and irregularities in the Proposals; and/or
- Enter into an agreement with another Proposer in the event the originally selected Proposer defaults or fails to execute an agreement with the City.

An agreement shall not be binding or valid with the City unless and until it is approved by the City Council, if so required, and executed by authorized representatives of the City and of the Proposer.

G. TIMELINE

Upon the proposal deadline on April 30, 2015, proposals will be evaluated and interviews set for the most qualified developers. From the close of RFP selection of the most qualified team and preparation of a contract for City Council consideration is anticipated to last four (4) to six (6) weeks. Upon Council approval of a contract, the development team and staff will begin strategy sessions immediately within 2-3 weeks. The State of California, Department of General Services revised deadline to commence development of the project is to begin no later than January 5, 2017. Below dates are subject to change at the City's discretion.

RFP Available	February 27, 2015
Pre-proposal Conference	March 13, 2015
Proposals due	April 30, 2015
Evaluation	May 13, 2015
Selection of Developer	June 23, 2015
Start of Construction	no later than January 5, 2017

H. PROJECT DESCRIPTION

Key background elements that underlie the development considerations for the site include:

1. Review and be aware of the purchase agreement between the City and the State, the Grant Deed and the BAREC Development Agreement between the City, the State and SummerHill Homes.
2. The 6-acre, 165-unit affordable project represents the required affordable housing component of the now-completed 110 market-rate housing units developed by SummerHill Homes on 10 acres of the overall BAREC development site.
3. The original Grant Deed from the State required that development was to commence within 24-months of the original transfer date, commencing development on January 5, 2014. On November 5, 2013 the State of California, General Services Department granted City's request for 36-month time extension to commence development of the Senior Project pursuant to Section 3 of the Grant Deed recorded January 5, 2012, Document#:21485774, APN:303-17-053. Accordingly, the Housing Authority shall commence development of the Senior Project no later than January 5, 2017 (Extended Commencement Date). Selected developer may be required to compensate in some form for loss to City for land value as identified in the Purchase and Sales Agreement with the State of California if commencement date cannot be achieved or extended per agreement between City and developer.
4. This project will be subject to review and approval by the State of California, General Services Department. Developer will need to work with the City to evaluate the feasibility of and risk of challenge to the proposed project in light of the State's view of this obligation.
5. The original plan for the 6-acre site included more than an acre of usable open space incorporated into the campus design.

I. OBJECTIVE

Develop a proposal that incorporates a minimum of 165 affordable housing units with open space utilizing financing strategies, including pro-forma, to minimize the subsidy needed from the city, and to complete the project within the required timeline of the city and the State. Development scenarios and building heights for any development on the site shall be compatible and considerate of existing nearby development in the vicinity. Overall project development should be LEED Gold or equivalent, or better. Project shall be compliant with all City codes and development standards.

J. PROPOSAL CONTENT

The proposal shall include the following information:

1. Proposer's complete name, business address, and telephone number and the name, mailing address, and telephone number of person the City should contact regarding the proposal.
2. A description of the proposer's organization, including names of principals, number of employees, examples of comparable developments including development value, affordable housing client base (if any), and any other pertinent information in such a manner that proposal evaluators may reasonably formulate an opinion about the stability and financial strength of the developer.
3. Names, qualifications, and experience of the proposer and its development team.
4. A detailed project schedule of significant milestones for completion of the project from project award to project completion. Details to include compliance with State requirement to start construction no later than January 5, 2017 with completion of the project within 24 months.
5. Written Description of Project Objectives, Proposed Uses, Densities and Building Configurations, Fee Obligations, Public Infrastructure Needs and possible environmental analysis that may be warranted.
6. 3.Land Use Plan for Entire 6-Acre site and/or for 3-Acre site as outlined in Section A. INVITATION.
7. For 6-acre site development include plan for financing strategy, including detailed financial plan to fund 165 unit affordable senior housing project with open space element, pro-forma and gap funding/subsidy requirement.
8. For 3-acre site development include intent for land purchase and plan to finance senior housing development. Land proceeds will be evaluated for support for a feasible future affordable senior housing development on remaining 3-acre site with joint open space element.
9. Three references from which proposer has performed developments of similar scope within the past three years. Include the organization name and address, the name and telephone

number of a contact person, and a brief description of the development performed by the developer.

10. The signature(s) of the company officer(s) empowered to bind the firm, with the title of each (e.g. president, general partner).
11. Provide evidence of financial feasibility including Pro forma detailing estimated costs and revenues, financial plan (sources and uses of funds, including estimated debt and equity) and identify key assumptions in financial analysis. Examples of such evidence could include: financial statement, letter from major regional or national equity investor confirming the willingness to invest stated equity amount necessary to construct the project, etc. Information on the comparable project experience is not intended to be a substitute for this requirement, but will also be taken into consideration.
12. A complete disclosure of any prior or ongoing incidents as to which it is alleged that proposer has defaulted or failed to perform which has led the other party to terminate the contract. Identify the parties involved and the circumstances of the default or termination. Also describe any civil or criminal litigation or investigation pending which involves proposer or in which proposer has been judged guilty or liable.

K. EVALUATION OF PROPOSALS

Proposals will be evaluated by the city based on the following criteria:

Criteria

- Adherence to the requirements of this Request for Proposals.
- Depth of developer's experience and its relevance to the project described in this Request for Proposals.
- Proposer's ability to provide equity, access to project financing and level of subsidy.
- Proposer's experience, including the experience of staff to be assigned to the project, with engagements of similar scope and complexity;
- Cost to the City;
- Proposer's financial stability and length of time in business;
- Proposer's ability to perform the work within the time specified;
- Proposer's prior record of performance with City of Santa Clara or other public agencies.
- Proposer's ability to provide future records, reports, data and/or services; and
- Proposer's compliance with applicable laws, regulations, policies (including city council policies), guidelines and orders governing prior or existing contracts performed by the contractor.

The City will evaluate proposals on the basis of each proposer's written submittal. The top-rated proposers will be invited to the City for panel interviews.

L. SELECTION PROCESS

The City's Housing and Community Services Division under the direction of the City Manager will recommend to the Santa Clara City Council an award of contract based on the proposal that provides the best value to the City. The City's selection and evaluation timeline is as follows:

Proposals due	April 30, 2015
Evaluation	May 13, 2015
Selection of Developer	June 23, 2015
Start of Construction	no later than January 5, 2017

M. DEADLINE FOR SUBMISSION OF PROPOSALS

The Proposer shall submit four (4) copies, with a USB flash drive of its proposal in a sealed envelope, including one (1) unbound original, clearly marked "Original", addressed as noted below, bearing the Proposer's name and address clearly marked, "RFP FOR BAREC Site."

**Tamera Haas, Deputy City Manager
City Manager's Office
Housing and Community Services Division
1500 Warburton Avenue
Santa Clara, CA 95050**

In addition, Proposer shall submit one (1) electronic copy of its proposal to:

thaas@santacalaraca.gov

To be considered, proposals must be received at the address in the above paragraph by 3 p.m. on Thursday, April 30, 2015. Late proposals will not be considered.

N. PUBLIC NATURE OF PROPOSAL MATERIAL

Responses to this RFP become the exclusive property of the City of Santa Clara. At such time as the City awards a contract, all proposals received in response to this RFP become a matter of public record and shall be regarded as public records, with the exception of those elements in each proposal which are defined by the Proposer as business or trade secrets and plainly marked as "Confidential," "Trade Secret," or "Proprietary." The City shall not in any way be liable or responsible for the disclosure of any such proposal or portions thereof, if they are not plainly marked as "Confidential," "Trade Secret," or "Proprietary," or if disclosure, in the City's sole discretion, is required under the California Public Records Act as addressed below. Any proposal which contains language purporting to render all or significant portions of the proposal "Confidential," "Trade Secret," or "Proprietary" shall be regarded as non-responsive.

Although the California Public Records Act recognizes that certain confidential trade secret information may be protected from disclosure, the City of Santa Clara may determine, in its sole discretion that the information that a Proposer submits is not a trade secret. If a request is made for information marked "Confidential," "Trade Secret," or "Proprietary," the City shall provide the Proposer who submitted the information reasonable notice to allow the Proposer to seek protection from disclosure by a court of competent jurisdiction, at the Proposer's sole expense.

O. COLLUSION

By submitting a proposal, each Proposer represents and warrants that its proposal is genuine and made in the interest of or on behalf of any person not named therein; that the Proposer has not directly induced or solicited any other person to submit a sham proposal or any other person to refrain from submitting a proposal; and that the Proposer has not in any manner sought collusion to secure any improper advantage over any other person submitting a proposal.

P. DISQUALIFICATION

Factors, such as, but not limited to, any of the following, may disqualify a proposal without further consideration:

- Evidence of collusion, directly or indirectly, among Proposers in regard to the amount, terms or conditions of this proposal;
- Any attempt to improperly influence any member of the evaluation team;
- Existence of any lawsuit, unresolved contractual claim or dispute between Proposer and the City;
- Evidence of incorrect information submitted as part of the proposal;
- Evidence of Proposer's inability to successfully complete the responsibilities and obligations of the proposal; and
- Proposer's default under any previous agreement with the City.

Q. NON-CONFORMING PROPOSAL

A proposal shall be prepared and submitted in accordance with the provisions of these RFP instructions and specifications. Any alteration, omission, addition, variance, or limitation of, from or to a proposal may be sufficient grounds for non-acceptance of the proposal, at the sole discretion of the City.

R. BROKER

No broker fee paid by city. Any fees should be included as a buyer expense.

ATTACHMENT A
Proposer's Information Form

PROPOSER (please print): _____

Name: _____

Address: _____

Telephone: _____

FAX: _____

Contact person, title, telephone number, email address and fax number: _____

Proposer, if selected, intends to carry on the business as (check one)

- ☐ Individual
- ☐ Joint Venture
- ☐ Partnership
- ☐ Corporation

When incorporated? _____

In what state? _____

When authorized to do business in California? _____

☐ Other (explain): _____

ADDENDA

To assure that all Proposers have received each addendum, check the appropriate box(es) below. Failure to acknowledge receipt of an addendum/addenda may be considered an irregularity in the Proposal:

Addendum number(s) received:

- ☐ 1
- ☐ 2
- ☐ 3
- ☐ 4
- ☐ 5
- ☐ 6

Or,

☐ _____ No Addendum/Addenda Were Received (check and initial).

PROPOSER'S SIGNATURE

No proposal shall be accepted which has not been signed in ink in the appropriate space below:

By signing below, the submission of a proposal shall be deemed a representation and certification by the Proposer that they have investigated all aspects of the RFP, that they are aware of the applicable facts pertaining to the RFP process, its procedures and requirements, and they have read and understand the RFP. No request for modification of the proposal shall be considered after its submission on the grounds that the Proposer was not fully informed as to any fact or condition.

**(1) If Proposer is *INDIVIDUAL*,
sign here:**

Date: _____

Proposer's Signature

Proposer's typed name and title

**(2) If Proposer is *PARTNERSHIP* or
JOINT VENTURE, at least (2) Partners
or each of the Joint Venturers
shall sign here:**

Partnership or Joint Venture Name
(type or print)

Date: _____

Member of the Partnership or Joint Venture signature

Date: _____

Member of the Partnership or Joint Venture signature

(3) If Proposer is a CORPORATION, the duly authorized officer(s) shall sign as follows:

The undersigned certify that they are respectively: (Title)
and (Title)
of the corporation named below; that they are designated to
sign the Proposal Cost Form by resolution (attach a certified
copy, with corporate seal, if applicable, notarized as to its
authenticity or Secretary's certificate of authorization) for
and on behalf of the below named CORPORATION, and
that they are authorized to execute same for and on behalf of
said CORPORATION.

Corporation Name (type or print)

By: _____
Title: _____
Dated: _____

By: _____
Title: _____
Dated: _____

ATTACHMENT B
Certification of Nondiscrimination

As suppliers of goods or services to the City of Santa Clara, the firm and individuals listed below certify that they do not discriminate in employment of any person because of race, color, gender, age, religion, disability, national origin, ancestry, sexual orientation, housing status, marital status, or familial status; and that they are in compliance with all Federal, State and local laws, directives and executive orders regarding nondiscrimination in employment.

**(1) If Proposer is *INDIVIDUAL*,
sign here:**

Date: _____

Proposer's Signature

Proposer's typed name and title

**(2) If Proposer is *PARTNERSHIP* or
JOINT VENTURE, at least (2) Partners
or each of the Joint Venturers
shall sign here:**

Partnership or Joint Venture Name
(type or print)

Date: _____

Member of the Partnership or Joint Venture signature

Date: _____

Member of the Partnership or Joint Venture signature

(3) If Proposer is a *CORPORATION*, the duly authorized officer(s) shall sign as follows:

The undersigned certify that they are respectively: (Title)
and (Title)
of the corporation named below; that they are designated to
sign the Proposal Cost Form by resolution (attach a certified
copy, with corporate seal, if applicable, notarized as to its
authenticity or Secretary's certificate of authorization) for
and on behalf of the below named CORPORATION, and
that they are authorized to execute same for and on behalf of
said CORPORATION.

Corporation Name (type or print)

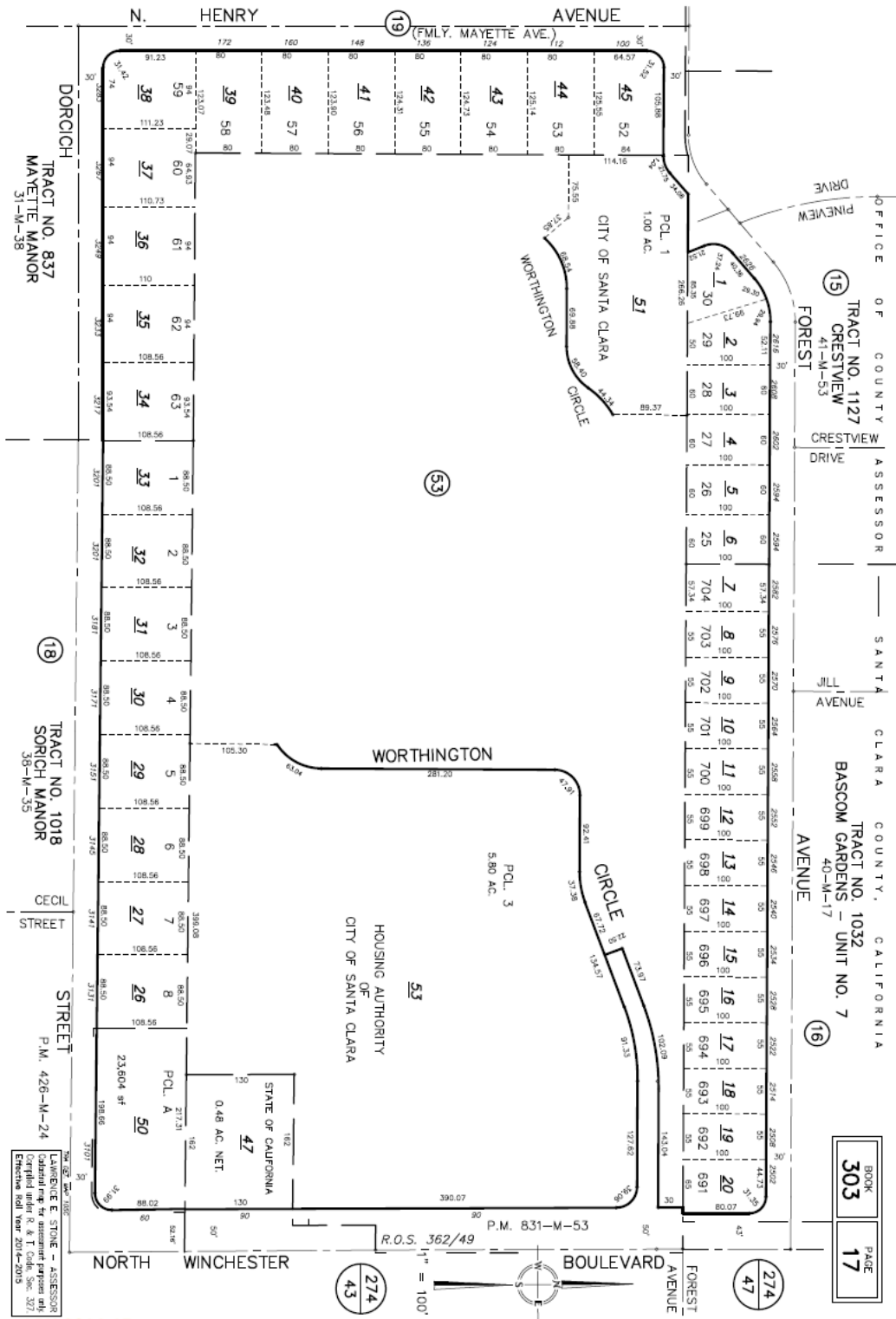
By: _____
Title: _____
Dated: _____

By: _____
Title: _____
Dated: _____

EXHIBIT 1



EXHIBIT 2



APN 2014-15